

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
Four Times Square  
New York, New York 10036  
(212) 735-3000  
Kayalyn A. Marafioti (KM 9632)  
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:  
Toll Free: (800) 718-5305  
International: (248) 813-2698

Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-32  
ASSET DISPOSITIONS (REAL PROPERTY)  
24.1 HOURS

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Assets Dispositions (Real Property)

Bill Date: 03/31/06  
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
WEXLER MP	02/01/06	0.40	REVIEW STATUS OF CURRENT OR PROPOSED REAL ESTATE SALE TRANSACTIONS (0.4).
WEXLER MP	02/08/06	3.20	REVIEW ISSUES IN CONNECTION WITH TRANSFER OF NEW BRUNSWICK, NEW JERSEY TO JOHNSON CONTROLS OR OTHERWISE (0.6); REVIEW CLIENT CORRESPONDENCE RE: SAME (0.4); REVIEW UNDERLYING DOCUMENTATION REQUIRED FOR DONATION OF PROPERTIES (0.6); PARTICIPATE IN STRATEGY SESSION RE: TRANSFER OF NEW BRUNSWICK, ANAHEIM AND OLATHE PROPERTIES (1.2); REVIEW AND RESPOND TO CLIENT EMAILS RE: NEW BRUNSWICK, ANAHEIM AND OLATHE (0.4).
WEXLER MP	02/09/06	0.30	REVIEW CORRESPONDENCE FROM CLIENT RE: TERMINATION OF OPUS WEST PURCHASE AGREEMENT AND CONSIDER STRATEGY FOR SAME (0.3).
WEXLER MP	02/10/06	1.80	REVIEW AND COMMENT ON LETTERS AND ISSUES IN CONNECTION WITH TERMINATION OF ANAHEIM AND OLATHE CONTRACT (0.3); PREPARE FOR (0.4) AND PARTICIPATE IN TELECONFERENCE WITH M. HESTER AND K. JONES RE: PROCEDURE FOR TRANSFER OF NEW BRUNSWICK PROPERTY, AND OLATHE AND ANAHEIM (0.6); REVIEW AND COMMENT ON DRAFT OF SUMMARY OF OPUS WEST TRANSACTION AND ISSUES IN CONNECTION THEREWITH (0.5).
WEXLER MP	02/13/06	0.30	REVIEW AND COMMENT ON REVISIONS TO OPUS WEST TRANSACTION SUMMARY (0.3).
WEXLER MP	02/14/06	0.50	CORRESPONDENCE AND TELECONFERENCE WITH J. BEAUDOEN RE: TERMINATION OF ANAHEIM/OLATHE AGREEMENT (0.2) AND FOLLOW UP ON SAME (0.3).
WEXLER MP	02/24/06	0.40	REVIEW ISSUES SURROUNDING TERMINATION OF OPUS WEST CONTRACT FOR ANAHEIM AND OLATHE (0.4).
WEXLER MP	02/25/06	0.40	REVIEW AND REVISE SLIDE FOR CREDITORS PRESENTATION RE: TERMINATION OF OPUS WEST CONTRACT TO PURCHASE ANAHEIM AND OLATHE (0.4).
		7.30	
Total Partner		7.30	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

DANZ CE	02/01/06	0.40	ATTENTION TO THE OPUS WEST LAND TRANSACTION (0.4).
DANZ CE	02/08/06	0.40	CONTINUED ATTENTION TO THE OPUS WEST TRANSACTION AND FOLLOWUP COMMUNICATION TO C. COMERFORD (0.4).
DANZ CE	02/09/06	1.90	REVIEW AND RESPOND TO COMMUNICATION FROM J. VEISEL-VOISINE (TITLE COMPANY) RE: THE DE MINIMIS ASSET SALE ORDER AND DELPHI'S ABILITY TO SELL PROPERTY (BURTON, MI) AND RELATED FOLLOWUP AND REVIEW OF THE DOCKET (1.2), ATTENTION TO THE OPUS WEST PURCHASE AGREEMENT TERMINATION ISSUE (0.7).
DANZ CE	02/10/06	2.40	REVIEWED COMMUNICATION AND RESPONDED TO J. MEISEL-VOISINE RE: THE BURTON PROPERTY SALE (0.4); REVIEW OF OPUS WEST TERMINATION OPTION AND DELPHI CONTRACT OBLIGATIONS (0.8); DISCUSSIONS WITH J. BEAUDOEN AND J. JAFFURS RE: OPUS WEST TRANSACTION (0.4); DRAFTED SUMMARY OF ISSUE FOR DISTRIBUTION TO COMMITTEE (0.8).
DANZ CE	02/13/06	1.80	STRATEGY DISCUSSIONS RE: THE OPUS WEST TRANSACTION (0.8); REVIEWED LAND DONATION ISSUE AND POTENTIAL APPLICABLE ORDERS (0.7); REVIEW OF LAND DONATION VALUATION DOCUMENTS (0.3).
DANZ CE	02/15/06	0.30	FOLLOW UP ON OPUS WEST TERMINATION (0.3).
DANZ CE	02/25/06	0.70	FINALIZED THE OPUS WEST SLIDE AND PREPARED FOR INSERTION INTO PRESENTATION (0.7).
DANZ CE	02/27/06	1.90	TRACKED DOWN MATERIALS AND RESPONDED TO C. COMERFORD REQUEST RE: PRESENTATION (0.7); FIELDDED QUESTIONS RE: OVERALL ASSET DISPOSITIONS (0.4); REVIEW OF THE ASSET SALES ORDER AND PROCESS USED IN FOLEY AND BURTON RELATING TO LAND DONATION ISSUES (0.8).
		<b>9.80</b>	
<b>Total Associate</b>		<b>9.80</b>	
<b>TOTAL TIME</b>		<b><u>17.10</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Delphi Corporation (DIP)**  
**Assets Dispositions (Real Property)**

**Bill Date: 03/31/06**  
**Bill Number: 1108452**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Lexis/Nexis	02/07/06	Kahn MT	1,663.02
Lexis/Nexis	02/08/06	Kahn MT	700.98
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$2,364.00</b>
Westlaw	02/07/06	Ramlo K	121.82
Westlaw	02/08/06	Kahn MT	528.18
		<b>TOTAL WESTLAW</b>	<b>\$650.00</b>
		<b>TOTAL MATTER</b>	<b>\$3,014.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Assets Dispositions (Real Property)

Bill Date: 05/31/06  
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
WEXLER MP	04/13/06	0.30	CONSIDER ISSUES IN CONNECTION WITH EXERCISE OF PUT AT NEW BRUNSWICK PLANT (0.3).
WEXLER MP	04/19/06	0.30	TELECONFERENCE WITH R. SIMON, ATTORNEY FOR PROSPECTIVE BUYER OF WISCONSIN PROPERTY AND FOLLOW UP ON REQUEST (0.3).
WEXLER MP	04/25/06	0.40	TELECONFERENCE WITH PROSPECTIVE BUYER FOR PROPERTIES (0.4).
		1.00	
Total Partner		1.00	
TOTAL TIME		<u>1.00</u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Assets Dispositions (Real Property)

Bill Date: 06/30/06  
Bill Number: 1112661

NAME	DATE	HOURS	DESCRIPTION
WEXLER MP	05/30/06	0.70	REVIEW ISSUES IN CONNECTION WITH DONATION OF FLINT WEST PROPERTY AND MATERIALS PREPARED BY CLIENT IN CONNECTION THEREWITH (0.7).
WEXLER MP	05/31/06	0.80	REVIEW ISSUES RELATING TO DONATION OF FLINT WEST PROPERTY AND CONSIDER STRATEGY THEREFOR (0.6); FOLLOW UP WITH K. BERLIN RE: ENVIRONMENTAL ISSUES AT SITE (0.2).
		1.50	
<b>Total Partner</b>		1.50	
DANZ CE	05/22/06	0.50	REVIEW OF THE JCI AGREEMENT AND MOTION (0.5).
DANZ CE	05/24/06	3.20	ASSISTANCE WITH FILING OF THE REAL ESTATE PORTION OF THE JCI MOTION, ORDER AND AGREEMENT AND ATTENTION TO SERVICE PARTIES (2.7), COMMUNICATIONS WITH D. BICKNELL (0.5).
DANZ CE	05/26/06	0.80	ATTENTION TO JCI MOTION FILING (0.8).
		4.50	
<b>Total Associate</b>		4.50	
<b>TOTAL TIME</b>		<u><b>6.00</b></u>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Delphi Corporation (DIP)**  
**Assets Dispositions (Real Property)**

**Bill Date: 06/30/06**  
**Bill Number: 1112661**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
In-house Reproduction	05/02/06	Copy Center, D	11.59
In-house Reproduction	05/09/06	Copy Center, D	27.41
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$39.00</b>
		<b>TOTAL MATTER</b>	<b>\$39.00</b>